

RESOLUTION NO. 21-

A RESOLUTION OF THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE, FLORIDA, AUTHORIZING THE CITY ATTORNEY AND CITY MANAGER, JOINTLY WITH THE BROWARD COUNTY ADMINISTRATOR AND BROWARD COUNTY ATTORNEY, TO SELECT AND NEGOTIATE AN ENGAGEMENT AGREEMENT WITH OUTSIDE COUNSEL TO REPRESENT THE CITY AND BROWARD COUNTY IN CONNECTION WITH THE JOINT GOVERNMENT CENTER CAMPUS PROJECT, AND TO AUTHORIZE THE CITY ATTORNEY AND CITY MANAGER TO EXECUTE SUCH AGREEMENT ON BEHALF OF THE CITY, AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, Section 4.10 of the Charter of the City of Fort Lauderdale, Florida, provides, in part, "The city commission may, by resolution, authorize one (1) or more special counsel to be retained for the purpose of performing such legal duties as may be prescribed by said resolution. Each such resolution shall further prescribe the compensation to be paid the special counsel;" and

WHEREAS, at their May 7, 2019 Regular Meetings, both the City Commission of the City of Fort Lauderdale, Florida, and Broward County Board of Commissioners approved an Interlocal Agreement establishing the City Commission and the Board of County Commissioners, collectively, as the Unified Direct Procurement Authority (UDPA) for the development of the Joint Government Center Campus (JGCC); and

WHEREAS, at its meeting of December 15, 2020, the UDPA approved the utilization of a public-private partnership (P3) project delivery method for the development of the JGCC. At its January 12, 2021 Regular Meeting, the Board of County Commissioners approved an Agreement between the County and KPMG, LLP ("KPMG") for professional consulting services in a not-to-exceed amount of \$1,200,000; and

WHEREAS, County Administration, the City, and KPMG (the latter based on developer expectations communicated during the market sounding), recommend that the County and City retain outside counsel specializing in P3 projects to provide legal services in connection with the development of the JGCC; and

WHEREAS, at their May 18, 2021 Regular Meeting, the Broward County Board of Commissioners approved a motion authorizing the County Attorney, jointly with the City Attorney or other designee of the City, to select and negotiate an engagement agreement with

outside counsel to represent the County and the City in connection with the JGCC, and authorized the County Administrator to execute such agreement on behalf of the County; and

WHEREAS, the County Attorney's Office has conducted preliminary due diligence based on information provided by KPMG regarding the use of outside counsel on recent P3 projects in the United States, and it is expected to take at least four weeks for the County Attorney's Office and the City Attorney's Office to identify and interview qualified law firms and thereafter negotiate and enter into an engagement agreement with the selected firm.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE, FLORIDA:

SECTION 1. That the City Commission of the City of Fort Lauderdale, Florida, authorizes the City Attorney and City Manager, jointly with the Broward County Administrator and Broward County Attorney, to select and negotiate an engagement agreement with outside counsel specializing in P3 projects, to represent the City and the County in connection with the JGCC.

SECTION 2. That the City Commission authorizes the City Attorney and City Manager to execute such agreements, on behalf of the City, as are necessary, with terms in accordance with Section 3, and acceptable to the City Attorney, City Manager, Broward County Attorney, and Broward County Administrator.

SECTION 3. That any agreement with outside counsel will include the following mandatory terms: (1) a not-to-exceed amount of \$1,000,000; (2) a requirement that any increase in the not-to-exceed amount be approved by formal action by the Broward County Board of Commissioners and the City Commission; and (3) a requirement that the City's proportionate share be limited to 43% percent of the total legal fees incurred up to the not-to-exceed amount, which amounts to a total of \$430,000 over the next two fiscal years.

SECTION 4. That the City Attorney shall serve as liaison to such special counsel on behalf of the City.

SECTION 5. That such special counsel hereby appointed shall serve at the pleasure of the City of Fort Lauderdale and the Broward County Board of Commissioners, collectively acting as the UDPA.

SECTION 6. That this Resolution shall become effective immediately upon its adoption.

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ADOPTED this _____ day of _____, 2021.

Mayor
DEAN J. TRANTALIS

ATTEST:

City Clerk
JEFFREY A. MODARELLI